

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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: **Chapter 11 Case No.**  
: **08-13555 (JMP)**  
: **(Jointly Administered)**  
: **Debtors.**  
: **(Jointly Administered)**  
: **(Jointly Administered)**  
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**ORDER TO SHOW CAUSE TO CONSIDER  
LEHMAN BROTHERS HOLDINGS INC.'S MOTION PURSUANT TO  
BANKRUPTCY RULE 9019 FOR APPROVAL OF SETTLEMENT AGREEMENT  
REGARDING CLAIM OF FEDERAL NATIONAL MORTGAGE ASSOCIATION**

Upon the motion, dated January 22, 2014 (ECF No. 42153) (the "Motion"),<sup>1</sup> of Lehman Brothers Holdings Inc. ("LBHI" and the "Plan Administrator"), as Plan Administrator under the Modified Third Amended Joint Chapter 11 Plan of Lehman Brothers Holdings Inc. and Its Affiliated Debtors, pursuant to Rule 9019 of the Federal Rules of Bankruptcy Procedure, for approval of a settlement agreement regarding the claim of Federal National Mortgage Association, as more fully described in the Motion; and upon the Declaration of Alfredo R. Perez pursuant to Local Bankruptcy Rule 9077-1(a) attesting to the necessity for relief by Order to Show Cause; and after due deliberation and sufficient cause appearing therefor, it is hereby

ORDERED that a hearing (the "Hearing") to consider the Motion shall be held before the Honorable James M. Peck, United States Bankruptcy Judge, in Courtroom 601, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004 on **January 29, 2014 at 10:00 a.m. (Prevailing Eastern Time)**, or as soon thereafter as counsel may be heard; and it is further

ORDERED that notice of the Hearing shall be given by sending a copy of this

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<sup>1</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion.

Order and the Motion, via e-mail, fax, or overnight mail, on or before **January 23, 2014** to (i) the Office of the United States Trustee for Region 2, 201 Varick Street, Suite 1006, New York, New York 10014, Attn: William K. Harrington, Esq., Susan Golden, Esq., and Andrea B. Schwartz, Esq. (the “U.S. Trustee”); (ii) the Securities and Exchange Commission; (iii) the Internal Revenue Service; (iv) the United States Attorney for the Southern District of New York; (v) all parties who have requested notice in these chapter 11 cases; (vi) Winston & Strawn, LLP, 200 Park Avenue, New York, New York 10166, Attn: David Neier, Esq., attorneys for Federal National Mortgage Association; and (vii) Arnold & Porter LLP, Attn: Michael J. Canning, Esq., 399 Park Avenue, New York, New York 10022, attorneys for Federal Housing Finance Agency, as conservator for Fannie Mae; and it is further

ORDERED that objections and responses, if any, to the Motion shall be in writing, shall conform to the Federal Rules of Bankruptcy Procedure and the Local Rules of the Bankruptcy Court for the Southern District of New York, shall set forth the name of the objecting party, the basis for the objection and the specific grounds thereof, shall be filed with the Bankruptcy Court (a) electronically in accordance with General Order M-399 (which can be found at [www.nysb.uscourts.gov](http://www.nysb.uscourts.gov)) by registered users of the Bankruptcy Court’s filing system, and (b) by all other parties in interest, on a CD-ROM or 3.5 inch disk, in text-searchable portable document format (PDF) (with a hard copy delivered directly to Chambers), in accordance with the customary practices of the Bankruptcy Court and General Order M-399, to the extent applicable, and shall be served in accordance with General Order M-399 upon: (i) the chambers of the Honorable James M. Peck, One Bowling Green, New York, New York 10004; (ii) Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153, Attn: Alfredo R. Pérez, Esq. and Sunny Singh, Esq., attorneys for LBHI and certain of its affiliates; (iii) the U.S.

Trustee; (iv) all parties who have requested notice in these chapter 11 cases; (v) Winston & Strawn, LLP, 200 Park Avenue, New York, New York 10166, Attn: David Neier, Esq., attorneys for Federal National Mortgage Association; and (vi) Arnold & Porter LLP, Attn: Michael J. Canning, Esq., 399 Park Avenue, New York, New York 10022, attorneys for Federal Housing Finance Agency, as conservator for Fannie Mae, so as to be so filed and received no later than **January 28, 2014 at 12:00 p.m. (Prevailing Eastern Time)**; and it is further

ORDERED that notice given in accordance with the provisions of this Order shall constitute good and sufficient notice of the Hearing on the Motion, and all other matters to be heard in connection therewith.

Dated: New York, New York  
January 23, 2014



/s/ James M. Peck

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Honorable James M. Peck  
United States Bankruptcy Judge